# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

pe Response	s)		•													
1. Name and Address of Reporting Person * Harvey H Scott				2. Issuer Name and Ticker or Trading Symbol HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGC]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X Officer (give title below) Other (specify below)				
RCULES T L, 400 HA		OGY GRO	03			Trans	action	ı (Mo	onth/Day	v/Year)			Ciliei	Legai Office	i & Sec	
(Street) PALO ALTO, CA 94301				4. If Amendment, Date Original Filed(Month/Day/Year)								6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person				
(City) (State) (Zip)			)	Table I - Non-Derivative Securities Acqu							ired, Disposed of, or Beneficially Owned					
1.Title of Security (Instr. 3)		Date	Exe ny/Year) any	any	ĺ	Code (Instr. 8)		tion			of (D)	Beneficia Reported	ally Owned I Transaction	Owned Following ransaction(s)		7. Nature of Indirect Beneficial Ownership
				(	,		de	V	Amoun	(A) or (D)	Price		,		or Indirect (I) (Instr. 4)	(Instr. 4)
Stock \$0.	001 par	03/19/20	12			M	1		555	A	\$ 4.21	75,044			D	
Common Stock \$0.001 par value		03/19/20	012			F	,		217	D	\$ 10.79	74,827	7		D	
Report on a s	separate line f				•		F	Pers cont he f	ons what ained in form dis	no respo n this fo splays a	orm are	e not requ ntly valid	uired to res OMB con	spond unle	ss	1474 (9-02)
Conversion	Date	on 3A. I Executany	(e.g., Deemed ution Date, if	4. Transac Code	tion	5. Number of Deriva Securi Acquire (A) or Disposo of (D) (Instr. 4, and	er attive ties red sed 3, 5)	6. Do and 1 (Mon	, conver ate Exer Expirationth/Day/	tible securisable on Date Year)	7. T Am Unc Sec (Ins 4)	Fitle and ount of derlying urities tr. 3 and	8. Price of	Derivative Securities Beneficially Owned Following Reported	Owners: Form of Derivati Security Direct (i or Indirect)	ve Ownersh (Instr. 4) D)
	and Address of H Scott  RCULES TL, 400 HA  10  LTO, CA  Security  Security  2.  Conversion or Exercise Price of Derivative	Address of Reporting Politics of Records of Reporting Politics of Records of Reporting Politics of Recursion (First)  RCULES TECHNOLOUS (Street)  LTO, CA 94301  (Street)  LTO, CA 94301  (Street)  LTO, CA 94301  (State)  Security  Security  2.  Conversion of Exercise Price of Derivative  3. Transactic (Month/Day, Month)	A Scott  (First) (Middle RCULES TECHNOLOGY GROUL, 400 HAMILTON AVENUE 10  (Street)  LTO, CA 94301  (State) (Zip 2. Transact Date (Month/Date (Month/Date 2))  A Stock \$0.001 par 03/19/20  Report on a separate line for each class of Exercise Price of Derivative (Month/Day/Year) any (Month/Day/Year)	Address of Reporting Person*  H Scott  (First) (Middle)  RCULES TECHNOLOGY GROWTH L, 400 HAMILTON AVENUE  (Street)  LTO, CA 94301  (State)  (Zip)  Gecurity  2. Transaction Date (Month/Day/Year)  A Stock \$0.001 par  03/19/2012  Report on a separate line for each class of securities  Table II - Derice.g.,  Conversion or Exercise Price of Derivative  A Stock (Month/Day/Year)  A Deemed Execution Date, if any (Month/Day/Year)  A Deemed Execution Date, if any (Month/Day/Year)	Address of Reporting Person*  H Scott  CAPITAL  CAPITAL  3. Date of Ea  03/19/2012  4. If Amenda  LTO, CA 94301  (Street)  2. Transaction Date (Month/Day/Year)  A Stock \$0.001 par  O3/19/2012  Report on a separate line for each class of securities beneficia  Table II - Derivative Security  Capital  A Deemed Execution Date (LTO, CA 94301  A Stock \$0.001 par  O3/19/2012  Table II - Derivative Securities beneficia  Table II - Derivative Securities beneficia  Transaction Date (Month/Day/Year)  A A Deemed Execution Date (LTO, CA 94301  A Stock \$0.001 par  O3/19/2012  Table II - Derivative Securities beneficia  Table II - Derivative Securities beneficia  Transaction Oate (Month/Day/Year) Oate (Month/Day/Year) Oate (Month/Day/Year) Oate (Instr. 8)	Address of Reporting Person*  H Scott  2. Issuer Name a HERCULES T CAPITAL INCOMPTAL I	Address of Reporting Person 2. Issuer Name and Tich H Scott  Reculted Recultes Technology Growth (Middle) Recultes Technology Growth (Month/Day/Year) Reculting Table II - Derivative Securities Action (Reculting Middle) Reculting Table II - Derivative Securities Action (Reculting Middle) Recultes Technology Growth (Month/Day/Year) Reculting Table II - Derivative Securities Action (Reculting Middle) Recultes Technology (Rowth) Reculting Table II - Derivative Securities Action (Reculting Middle) Reculting Table II - Derivative Securities Action (Reculting Middle) Recultes Technology (Rowth) Reculting Table II - Derivative Securities Action (Reculting Middle) Reculting Table II - Derivative Securities Action (Reculting Middle) Reculting Table II - Derivative Securities Action (Reculting Middle) Reculting Table II - Derivative Securities Action (Reculting Middle) Reculting Table II - Derivative Securities Action (Reculting Middle) Reculting Table II - Derivative Securities Action (Reculting Middle) Reculting Table II - Derivative Securities Action (Reculting Middle) Reculting Table II - Derivative Securities Action (Reculting Middle) Reculting Table II - Derivative Securities Action (Reculting Middle) Reculting Table II - Derivative Securities Action (Reculting Middle) Reculting Table II - Derivative Securities Action (Reculting Middle) Reculting Table II - Derivative Securities Action (Reculting Middle) Reculting Table II - Derivative Securities Acti	Address of Reporting Person*  H Scott  2. Issuer Name and Ticker of HERCULES TECHNOL CAPITAL INC [HTGC]  (Middle) (CAPITAL INC [HTGC]  (A) Date of Earliest Transaction (3/19/2012  4. If Amendment, Date Origin (Month/Day/Year)  (State)  (State)  (Zip)  Table I - Non-Execution Date (Instr. 8)  (Month/Day/Year)  (A) Stock \$0.001 par  (A) Stock \$0.001 par  (A) Or Exercise (Month/Day/Year)  (A) Stock Securities Securities Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  (A) Stock \$0.001 par (Date (A) or Disposed of (D) (Instr. 3, 4, and 5))	2. Issuer Name and Ticker or Trailed Address of Reporting Person*	Address of Reporting Person 2 H Scott  2. Issuer Name and Ticker or Trading Symetric Person 2 H Scott  3. Date of Earliest Transaction (Month/Day 03/19/2012  3. Date of Earliest Transaction (Month/Day 03/19/2012  4. If Amendment, Date Original Filed(Month Day 03/19/2012  4. If Amendment, Date Original Filed(Month Day Pear)  4. If Amendment, Date Original Filed(Month Day Pear)  4. If Amendment, Date Original Filed(Month Day Pear)  5. Transaction Date (Month/Day/Year)  6. Security  6. Stock \$0.001 par  6. Stock \$0.001 par  7. Stock \$0.001 par  8. Stock \$0.001 par  8. Stock \$0.001 par  8. Stock \$0.001 par  9. Stoc	2. Issuer Name and Ticker or Trading Symbol HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGC]  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  3. Date of Code (Instr. 8)  4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  5. Transaction Date (Month/Day/Year)  6. Stock \$0.001 par 03/19/2012  1. Stock \$0.001 par 03/19/2012  3. Transaction Date (Instr. 8)  6. Stock \$0.001 par 03/19/2012  7. Table 1 - Non-Derivative Securities Acquired (Instr. 3)  6. A Deemed Execution Date, if any (Month/Day/Year)  7. Table II - Derivative Securities Deneficially owned directly or indirectly.  7. Table II - Derivative Securities Acquired, Disposed of Ord Derivative Securities Acquired (A) or Disposed (Instr. 8)  8. Transaction Date (Reg., puts, calls, warrants, options, convertible seed (Instr. 8)  8. Transaction Date (Month/Day/Year)  9. Table II - Derivative Securities Acquired Disposed of Ord Derivative Securities Acquired (A) or Disposed of Ord Disposed Ord Dispose	Address of Reporting Person* I Scott  2. Issuer Name and Ticker or Trading Symbol HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGC]  3. Date of Earliest Transaction (Month/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  5. Transaction Date (Instr. 8)  6. Code V Amount (D) Price (Instr. 8)  6. Stock \$0.001 par  6. Stock \$0.001 par  6. Stock \$0.001 par  7. January  7. January  8. January  8. January  8. January  9. January  10. Stock \$0.001 par  10. Stock \$0.001 par  10. January  10. Januar	Address of Reporting Person* H Scott    Continue   Cont	Address of Reporting Person ** HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGC]  (Middle) CRULES TECHNOLOGY GROWTH CAPITAL INC [HTGC]  (Street)  L 4. If Amendment, Date Original Filed/Month/Day/Year)  (Street)  L 7. Table I - Non-Derivative Securities Acquired, (A) or (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Stock \$0.001 par or 103/19/2012  A 5 tock \$0.001 par or 103/19/2012  A 6 tock \$0.001 par or 103/19/2012  A 7 tock \$0.001 par or 103/19/2012  A 7 tock \$0.001 par or 103/19/2012  A 8 tock \$0.001 par or 103/19/2012  A 9 tock \$0.001 par or 103/19/2012  A 10	2. Issuer Name and Ticker or Trading Symbol   HERCULES TECHNOLOGY GROWTH   CAPITAL INC (HTGC)	2. Issuer Name and Ticker or Trading Symbol HERCULES TECHNOLOGY GROWTH CAPITAL INC [HTGC]  3. Officially Oxford (Pient) (Additional Price of Part of P

#### **Reporting Owners**

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Harvey H Scott C/O HERCULES TECHNOLOGY GROWTH CAPITAL 400 HAMILTON AVENUE SUITE 310 PALO ALTO, CA 94301			Chief Legal Officer & Sec					

### **Signatures**

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.